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**ATTORNEYS FOR MARLA REYNOLDS, TRUSTEE
OF THE SUPERIOR CREDITOR'S TRUST**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: §
§ Case No. 08-36705-BJH-11
SUPERIOR AIR PARTS, INC. §
§
DEBTOR-IN POSSESSION. §

FIFTH OMNIBUS OBJECTION TO CLAIMS (DUPLICATE CLAIMS)

TO THE HONORABLE BARBARA J. HOUSER,
UNITED STATES BANKRUPTCY JUDGE:

**NO HEARING WILL BE CONDUCTED HEREON UNLESS A WRITTEN
RESPONSE IS FILED WITH THE CLERK OF THE UNITED STATES
BANKRUPTCY COURT AT 1254 EARLE CABELL FEDERAL BLDG
AND UNITED STATES COURTHOUSE, 1100 COMMERCE STREET
DALLAS, TX 75242, BEFORE THE DATE WHICH IS THIRTY (30) DAYS
FROM THE DATE OF SERVICE HEREOF.**

**ANY RESPONSE MUST BE IN WRITING AND FILED WITH THE
CLERK, AND A COPY MUST BE SERVED UPON COUNSEL FOR THE
MOVING PARTY PRIOR TO THE DATE AND TIME SET FORTH
HEREIN. IF A RESPONSE IS FILED, A HEARING WILL BE HELD
WITH NOTICE ONLY TO THE OBJECTING PARTY.**

**IF NO HEARING ON SUCH NOTICE OR OBJECTION IS TIMELY
REQUESTED, THE RELIEF REQUESTED SHALL BE DEEMED TO BE
UNOPPOSED, AND THE COURT MAY ENTER AN ORDER GRANTING
THE RELIEF SOUGHT OR THE NOTICED ACTION MAY BE TAKEN.**

Marla Reynolds, in her capacity as Trustee of the Superior Creditor's Trust (the "Trustee") files this her Fourth Omnibus Objection to Claims (Duplicate Claims) (the "Objection") and respectfully represents as follows:

Jurisdiction and Venue

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

2. On December 31, 2008 (the "Petition Date"), Superior Air Parts, Inc. (the "Debtor" or "Superior") commenced this case by the filing of a voluntary petition under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the "Bankruptcy Court").

3. The deadline for filing claims was February 17, 2009 (the "Bar Date").

4. On or about August 27, 2009, the Bankruptcy Court entered an order confirming the Third Amended Plan of Reorganization (the "Plan") jointly proposed by Superior and the Official Committee of Unsecured Creditors (the "Committee"). The Plan became effective on September 28, 2009 (the "Effective Date").

5. Pursuant to the Plan, on the Effective Date, all of the Trust Assets¹ vested in the Superior Creditors Trust (the "Trust"). Marla Reynolds was appointed as Trustee of the Trust. The Trustee has authority to file objections to Claims.

¹ All capitalized terms not defined herein shall have the meaning ascribed to such term in the Plan.

Objection

6. The Trustee has reviewed and analyzed the claims filed against Superior and after reasonable investigation and due diligence, has determined that certain of those claims are defective.

7. Each of the Claims set forth on **Exhibit A** attached hereto (each a “Duplicate Claim,” and collectively, the “Duplicate Claims”) asserts the same claim by the same creditor as another proof of claim filed in this Bankruptcy Case. **Exhibit A** contains: (a) the name of the claimant; (b) the proof of claim number; (c) the claim amount; (d) the remaining proof of claim number; and (e) the reason for disallowance. The Trustee is seeking to prevent the creditors of Duplicate Claims from receiving a double-recovery.

Reservation of Rights

8. The relief requested is without prejudice to any claims or causes of action belonging to the Trustee, nor does it constitute a waiver of any claims or causes of action belonging to the Trustee. Additionally, the Trustee expressly reserves the right to further amend or supplement this Objection to assert additional bases for objecting to the Duplicate Claims or the remaining proofs of claims identified on **Exhibit A** on any other ground.

Prayer

WHEREFORE, the Trustee respectfully requests that the Court enter an order (a) sustaining the Trustee’s objections to the Duplicate Claims identified on **Exhibit A**; (b) expunging the official claims register in this bankruptcy cases of all Duplicate Claims that this Court disallows pursuant to this Objection; and (c) granting the Trustee any and all other relief, at law or in equity, to which the Trustee may be justly entitled.

Dated: December 16, 2009
Dallas, Texas

Respectfully submitted,

BAKER & MCKENZIE LLP

By: /s/ Elliot D. Schuler

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**ATTORNEYS FOR MARLA REYNOLDS,
TRUSTEE OF THE SUPERIOR
CREDITOR'S TRUST**

CERTIFICATE OF SERVICE

The undersigned attorney hereby certifies that a true and correct copy of the foregoing Objection was served on December 16, 2009 upon the following:

Mary Frances Durham Office of the United States Trustee 1100 Commerce Street, Room 976 Dallas, TX 75242	Carl Ray Dugger 3792 Z Street Washougal, Washington 98671-7450
Dave Panebaker 1473 La Mesa Circle Rangely, Colorado 81648	Skydive Aggieland, Inc. 6104 SH21 East Bryan, Texas 77808

/s/ Elliot D. Schuler
Elliot D. Schuler

EXHIBIT A

Duplicate Claims, to be Expunged in Their Entirety

Count	Name of Claimant	Proof of Claim Number to be Expunged	Claim Amount (\$)	Remaining Proof of Claim¹	Reason for Disallowance
1	Carl Ray Dugger	123	\$5,147	107	Duplicate of claim 107
2	Dave Panebaker	167	\$390.00	152	Duplicate of claim 152
3	Skydive Aggieland, Inc.	194	\$57,000	193	Duplicate of claim 193

¹ The Debtors' right to object to any Proof of Claim set forth on this Exhibit A on any ground is preserved.

PROPOSED ORDER

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: § Case No. 08-36705-BJH-11
§
SUPERIOR AIR PARTS, INC. §
§
§
DEBTOR-IN POSSESSION. §

**ORDER GRANTING FIFTH OMNIBUS
OBJECTION TO CLAIMS (DUPLICATE CLAIMS)**

Upon the Fifth Omnibus Objection to Claims (Duplicate Claims) (the “Objection”) of Marla Reynolds, Trustee, of the Superior Creditor’s Trust (the “Trustee”) objecting to the Duplicate Claims¹ as more fully set forth in the Objection; and the Court having jurisdiction to consider the Objection and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Objection being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and

¹ Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Objection.

the Trustee having provided proper notice of the Objection; and the Court having held a hearing to consider the requested relief (the “Hearing”) with the appearances of all interested parties noted in the record of the Hearing; and the Court having found sufficient legal and factual grounds for disallowing the Duplicate Claims listed on Exhibit A hereto; and the Court having determined that the legal and factual bases set forth in the Objection establish just and sufficient cause to grant the requested relief herein; and therefore, it is:

ORDERED that pursuant to section 502(b) of the Bankruptcy Code, each of the Duplicate Claims listed on Exhibit A hereto are hereby disallowed and expunged in their entirety; and it is further

ORDERED that this Court hereby retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

END OF ORDER # #

EXHIBIT A

Duplicate Claims, to be Expunged in Their Entirety

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¹ The Debtors' right to object to any Proof of Claim set forth on this Exhibit A on any ground is preserved.